

RECORDATION NO. 21456-L FILED

AUG 26 '10 -3 33 PM

SURFACE TRANSPORTATION BOARD



August 24, 2010

FIRST UNION RAIL

One O'Hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018-4214

Chief Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W., Suite 100
Washington, DC 20423-0001
Attn: Recordation of Railroad Equipment

Re: Memorandum of Lease Termination

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are four (4) originals of a Memorandum of Lease Termination dated August 24, 2010, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Memoranda of Lease evidencing such lease Equipment which was duly filed at the Surface Transportation Board under primary Recordation Number 21456, up to and including 21456-K.

The names and addresses of the parties to the enclosed document are:

Lessor: First Union Rail Corporation
One O'Hare Centre
6250 N River Road, Suite 5000
Rosemont, IL 60018 USA

Lessee: Arkansas & Missouri Railroad Company, Inc.
as successor in interest to Allied Enterprises, Inc.
306 East Emma Street
Springdale, Arkansas 72764

The enclosed document is for one hundred sixteen (116) 100-ton gondola cars, twenty (20) 73 ft. Centerbeam flatcars and ten (10) open top hopper cars (see Exhibit A for car numbers) which have been terminated in all respects and are no longer covered under the Lease.

A short summary of the document to appear in the index follows:

Memorandum of Lease Termination

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Sincerely,

A handwritten signature in black ink, appearing to read "Marcia Dunne".

Marcia Dunne
Senior Documentation Specialist

Enclosures

(ALEN001-008, 010-011, 017-019)

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MEMORANDUM OF LEASE TERMINATION

SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF LEASE TERMINATION (the "Memorandum") dated as of August 24, 2010, is made by First Union Rail Corporation (the "Lessor"), a North Carolina corporation, and pertains to that certain Lease Agreement dated as of February 1, 1998 (the "Lease"), between Lessor and Arkansas & Missouri Railroad Company, Inc., (the "Lessee"), a Virginia corporation, as successor in to the Lease as assigned on July 1, 2005 from Allied Enterprises, Inc.

WITNESSETH:

WHEREAS, Lessor and Lessee entered into the Lease whereby Lessor has agreed to lease to Lessee certain railcars (the "Equipment") as more particularly described on Exhibit A attached hereto; and,

WHEREAS, Lessor and Lessee entered into those certain Memoranda of Lease evidencing such lease of Equipment which was filed with the Surface Transportation board, dated as of:

- (1) June 1, 1998, filed on June 5, 1998 at 12:51 p.m. as primary recordation number 21456; and
- (2) April 10, 2000, filed on July 18, 2000 at 3:58 p.m. as secondary recordation number 21456-A; and,
- (3) April 10, 2000, filed on July 18, 2000 at 3:59 p.m. as secondary recordation number 21456-B; and,
- (4) November 21, 2000, filed on January 23, 2001 at 12:32 p.m. as secondary recordation number 21456-C; and,
- (5) October 11, 2000, filed on February 26, 2001 at 8:48 p.m. as secondary recordation number 21456-D; and,
- (6) September 4, 2001, filed on October 19, 2001 at 8:57 a.m. as secondary recordation number 21456-E; and,
- (7) September 4, 2001, filed on October 19, 2001 at 9:07 a.m. as secondary recordation number 21456-F; and,
- (8) July 15, 2004, filed on September 22, 2004 at 3:05 p.m. as secondary recordation number 21456-G; and,
- (9) July 15, 2004, filed on September 22, 2004 at 3:09 p.m. as secondary recordation number 21456-H; and,
- (10) October 6, 2005, filed on October 31, 2005 at 1:03 p.m. as secondary recordation number 21456-I; and,
- (11) October 6, 2005, filed on October 31, 2005 at 1:06 p.m. as secondary recordation number 21456-J; and,
- (12) October 6, 2005, which was filed on October 31, 2005 at 1:10 p.m. as secondary recordation number 21456-K.

WHEREAS, the Lease between Lessor and Lessee has been terminated; and

NOW, THEREFORE, the Lessor desires to clarify the public record state as follows:

1. This Notice serves as notice that the Lease between Lessor and Lessee relating to the Equipment and evidenced by the Memorandum of Lease filed with the Surface Transportation Board has been terminated in all respects.
2. Lessor wishes to record this Notice of Termination of Lease and Termination of Memorandum of Lease so as to release the lien with respect to the Equipment.

IN WITNESS WHEREOF, the Lessor has caused this Memorandum to be executed by its duly authorized officer as of the 24th day of August, 2010 (and the undersigned declares under penalty of perjury that he holds the title indicated below and that the execution of this Memorandum was the free act and deed of its corporation).

LESSOR:

FIRST UNION RAIL CORPORATION

Name: Richard F. Seymour

Title: Vice President Sales & Marketing

Signature: 

EXHIBIT A TO MEMORANDUM OF TERMINATION OF LEASE

<u>Description of Equipment</u>	<u>Car Numbers</u>
One hundred sixteen (116) 100-ton Gondolas	AM 600 – AM 645, inclusive; and, AM 700 – AM 719, inclusive; and, AM 750 – AM 799, inclusive.
Twenty (20) 73 ft. Centerbeam Flatcars	AM 1300 – AM 1304, inclusive; and, AM 1345 – 1359, inclusive.
Ten (10) Open top Hoppers	FURX 910000, FURX 910003, FURX 910007, FURX 910010, FURX 910011, FURX 910012, FURX 910013, FURX 910017, FURX 910020, and FURX 910025.